

2298401 MCC

FILED

in the office of the Secretary of State
of the State of California

SEP 16 2003

ARTICLES OF INCORPORATION
OF
HERRING BROADCASTING COMPANY, INC.

Kevin Shelley
KEVIN SHELLEY, SECRETARY OF STATE

Article I. The name of the corporation is Herring Broadcasting Company, Inc.

Article II. The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

Article III. The name and address in this state of the corporation's initial agent for service of process is as follows:

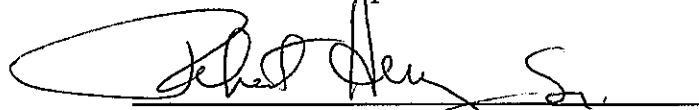
Jeffrey H. Silberman, Esq.
401 B Street, Suite 1200
San Diego, CA 92101

Article IV. The corporation is authorized to issue 1,000,000 shares of Common Stock of only one class.

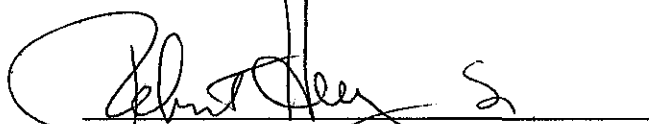
Article V. The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

Article VI. The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with its agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the Corporations Code, subject to the limits of such excess indemnification set forth in Section 204 of the Corporations Code.

Dated: September 11, 2003


Robert Herring, Sr., Incorporator

I declare that I am the person who executed the Articles of Incorporation set forth above, and that such instrument is my act and deed.


Robert Herring, Sr., Incorporator